

MICROSOUTH, INC.

84-12842

SEPTEMBER 01, 1983

FULTON

DP

RAMSEY JOHN B.

7-27-1945 H. B. Ramsey filed into TWO Administration Center

DUPLICATE



OFFICE OF SECRETARY OF STATE

I, Max Cleland, Secretary of State of the State of Georgia, do hereby certify that

the articles of incorporation of "TEQSPEC DISTRIBUTION COMPANY, INC." have been duly amended under the laws of the State of Georgia changing its name to "MICROSOUTH, INC." on the 31st day of August, 1984, by the filing of articles of amendment in the office of the Secretary of State and the fees therefor paid, as provided by law, and that attached hereto is a true copy of said articles of amendment.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the seal of my office, at the Capitol, in the City of Atlanta, this 31st day of August in the year of our Lord One Thousand Nine Hundred and Eighty Four and of the Independence of the United States of America the Two Hundred and Nine.

Max Cleland

SECRETARY OF STATE, EX-OFFICIO CORPORATION
COMMISSIONER OF THE STATE OF GEORGIA

ARTICLES OF AMENDMENT
OF
TEQSPEC DISTRIBUTION COMPANY, INC.

I.

The name of the corporation is Tegspec Distribution Company, Inc.

II.

Article I of the Articles of Incorporation of the corporation is hereby amended by deleting same in its entirety and substituting in lieu thereof the following:

"I.

"The name of the corporation is Microsouth, Inc."

III.

The within amendment was adopted by the shareholders of the corporation on August 1, 1984.

IV.

The within amendment was adopted by unanimous written consent of all shareholders of the corporation.

IN WITNESS WHEREOF, the corporation executes these Articles of Amendment this 1 day of August, 1984.

TEQSPEC DISTRIBUTION COMPANY, INC.

By:

John B. Ramsey, President

Attest:

[CORPORATE SEAL]

By:

Thomas Woolsey, Secretary

SECRETARY OF STATE
CORPORATIONS DIVISION

1984 AUG 31 PM 4:33

RECEIVED

State of Georgia



OFFICE OF SECRETARY OF STATE

I, Max Cleland, Secretary of State of the State of Georgia, do hereby certify that

based on a diligent search of the records on file in this office, I find that the name of the following proposed domestic corporation to wit

"MICROSOUTH, INC. "

is not identical with or confusingly similar to the name of any other existing domestic or domesticated or foreign corporation registered in the records on file in this office or to the name of any other proposed domestic or domesticated, or foreign corporation as shown by a certificate of the Secretary of State heretofore issued and presently effective.

This certificate is in full force and effective for a period of 4 calendar months from date of issuance. After such period of time, this certificate is void.



In TESTIMONY WHEREOF, I have hereunto set my hand and affixed the seal of my office, at the Capitol, in the City of Atlanta, this
day of _____, in the year of our Lord
25th May
One Thousand Nine Hundred and Eighty Four
and
of the Independence of the United States of America the Two
Hundred and
Eight.

Max Cleland

84145216

SECRETARY OF STATE, EX-OFFICIO CORPORATION
COMMISSIONER OF THE STATE OF GEORGIA

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DUPLICATE



I, Max Cleland, Secretary of State of the State of Georgia, do hereby certify that

"TEQSPEC DISTRIBUTION COMPANY, INC."

has been duly incorporated under the laws of the State of Georgia on the 1st day of September, 19 83, by the filing of articles of incorporation in the office of the Secretary of State and the fees therefor paid, as provided by law, and that attached hereto is a true copy of said articles of incorporation.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the seal of my office, at the Capitol, in the City of Atlanta, this 1st day of September in the year of our Lord One Thousand Nine Hundred and Eighty Three and of the Independence of the United States of America the Two Hundred and Eight.

Max Cleland

SECRETARY OF STATE, EX-OFFICIO CORPORATION
COMMISSIONER OF THE STATE OF GEORGIA

ARTICLES OF INCORPORATION
OF
TEQSPEC DISTRIBUTION COMPANY, INC.

Business Corporation
(Profit)

I.

The name of the corporation is Teqspec Distribution Company, Inc.

II.

The corporation is organized pursuant to the provisions of the Georgia Business Corporation Code.

III.

The Corporation shall have perpetual duration.

IV.

The corporation is a corporation for profit and is organized for the following purposes: to distribute electronic products and related equipment; to engage in any lawful business or activities related thereto; and to engage in any lawful act or activity for which corporations may be organized under the Georgia Corporation Code.

V.

The corporation shall have authority, acting by its board of directors to issue not more than 4000 shares of a common class having no par value.

VI.

The corporation shall not commence business until it shall have received consideration of not less than \$500. in value for the issuance of its shares.

VII.

The shareholders of the corporation shall not have any preemptive rights to acquire any unissued shares of the corporation.

VIII.

The address of the initial registered office of the corporation is 1583 Northridge Road, Atlanta, Georgia 30338, Fulton County, and the initial registered agent of the corporation at such address is John B. Ramsey.

IX.

The initial board of directors shall consist of three members, the name and address of each of which is as follows:

John B. Ramsey
1583 Northridge Road
Atlanta, Georgia 30338

Thomas Woolsey
Rt 5 Box 370
Morristown, Tennessee 37814

Robert A. Dinning
3919 Quilling Road
Winston Salem, North Carolina 27104

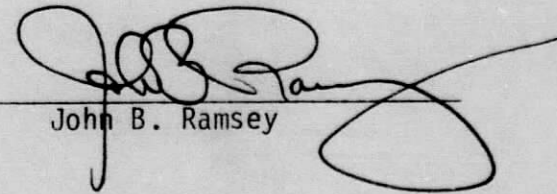
X.

The name and address of the incorporator is:

John B. Ramsey
1583 Northridge Road
Atlanta, Georgia 30338

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation.

This 26 day of July, 1983.


John B. Ramsey

RECEIVED
13 AUG 19 PM 4:11
SECRETARY OF STATE
CORPORATIONS DIVISION

RECEIVED
13 SEP -1 PM 10:49
SECRETARY OF STATE
CORPORATIONS DIVISION

CONSENT TO APPOINTMENT AS REGISTERED AGENT

TO: David B. Poythress
Secretary of State
Ex-Officio Corporation
Commissioner
State of Georgia

I (We) John B. Ramsey
(Type or print name of person(s) or corporation)

do hereby consent to serve as registered agent for the corporation

Teqspec Distribution Company, Inc.
(Type or print name of corporation)

This 26 day of July 19 83



Address of registered agent(s):
(Type or print address)
1583 Northridge Road

Atlanta, Georgia 30338



I, Max Cleland, Secretary of State of the State of Georgia, do hereby certify that

based on a diligent search of the records on file in this office, I find that the name of the following proposed domestic corporation to wit

"TEQSPEC DISTRIBUTION COMPANY, INC. "

is not identical with or confusingly similar to the name of any other existing domestic or domesticated or foreign corporation registered in the records on file in this office or to the name of any other proposed domestic or domesticated, or foreign corporation as shown by a certificate of the Secretary of State heretofore issued and presently effective.

This certificate is in full force and effective for a period of 4 calendar months from date of issuance. After such period of time, this certificate is void.

In TESTIMONY WHEREOF, I have hereunto set my hand and affixed the seal of my office, at the Capitol, in the City of Atlanta, this
day of July, in the year of our Lord
21st One Thousand Nine Hundred and Eighty Three and
of the Independence of the United States of America the Two
Hundred and
Eight.

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SECRETARY OF STATE, EX-OFFICIO CORPORATION
COMMISSIONER OF THE STATE OF GEORGIA